

EXHIBIT H

Fed. ID #: 04-1378465
Invoice Number: 444273
Client Number: 085440

**STATE STREET BANK AND TRUST COMPANY
(W.R. Grace & Co.)**

December 31, 2003

FOR PROFESSIONAL SERVICES RENDERED for the period
from November 1, 2003 through November 30, 2003 in connection with
W.R. Grace & Co.

	\$35,105.50
Disbursements	\$2,885.61
TOTAL DUE	<u>\$37,991.11</u>

085440/141437

JJC:sld

Mailed To: Monet Ewing, Esq.
STATE STREET BANK AND TRUST COMPANY
State Street Financial Center
One Lincoln Street
Boston, MA 02111-2900

**Please return this page with your remittance. Thank you.
Payment due within 30 days.**

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<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/03/03	Cleary, J.	0.2	Telephone conference with Ms. Ewing regarding status, etc.; follow-up thereto.
11/06/03	Remis, S.	1.5	Review material concerning Grace litigation exposure.
11/07/03	Remis, S.	0.8	Review material concerning pending federal legislation.
11/11/03	Cleary, J.	1.3	Review revised draft trust amendment and Mr. Carrigan's comments on same (.6); telephone conference with Mr. Carrigan regarding same (.4); follow-up telephone messages to Ms. Ewing and e-mail to Ms. D'Aloia (.3).
11/13/03	Cleary, J.	0.8	Preparation for and telephone conference with Ms. D'Aloia regarding draft trust amendment and operating procedures; review revised drafts of same; e-mail to Ms. Ewing and Mr. Carrigan regarding same; telephone conference with Mr. Forgach.
11/13/03	Glosband, D.	0.6	Memoranda regarding scheduling for meetings at Grace.
11/14/03	Cleary, J.	0.1	Telephone conference with Ms. Ewing.
11/17/03	Remis, S.	1.4	Review memorandum and excerpts from public filings.
11/17/03	Williams, U.	0.5	Review memorandum from Ms. Clark and circulate.

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/17/03	Glosband, D.	1.0	Review recent Section 524(g) analysis.
11/18/03	Cleary, J.	0.1	Review various e-mails.
11/18/03	Glosband, D.	0.7	Conference with Mr. Cleary and Mr. Bilowz (.2); memorandum from Mr. Cleary regarding engagement documents, regarding specifics of hearing (.5).
11/19/03	Cleary, J.	0.2	Telephone conference with Mr. Glosband regarding status, timing, etc.; e-mails with Messrs. Glosband and Bayston and Mses. Ewing and D'Aloia.
11/19/03	Remis, S.	0.7	Review updated memorandum of Grace litigation history and future exposure.
11/19/03	Glosband, D.	5.5	Review 9/30/03 10Q (1.0; review memorandum from Ms. Williams regarding asbestos analysis (1.5); collect Section 524(g) materials (3.0).
11/19/03	Bilowz, P.	0.6	Telephone call with Ms. Baer regarding engagement order and organization chart (.1); review docket and pleadings (.5).
11/20/03	Cleary, J.	0.3	Telephone conference with Mr. Hadden regarding corporate diligence; telephone conference with Mr. Glosband; attention to finalizing contracts.
11/20/03	Remis, S.	1.5	Email correspondence and telephone conferences concerning meeting with Grace (1.1); review materials for meeting (.4).
11/20/03	Hadden, J.	0.4	Call with Mr. Cleary; review materials.
11/20/03	Glosband, D.	5.5	Review 10Q (.5); review 524(g) research (1.0); work on draft memorandum to client (4.0)
11/20/03	Bilowz, P.	1.8	Meeting with Mr. Glosband regarding case research (.2); research Zonolite, Sealed Air, disqualification status (1.5); respond to request for documents by Mr. Borgston (.1).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/21/03	Cleary, J.	0.8	Finalize State Street agreements; telephone conferences with Messrs. Glosband and Forgach regarding same; review draft memorandum regarding diligence issues from Mr. Glosband and comment on same.
11/21/03	Remis, S.	2.6	Compile and review materials for meeting with Grace representatives.
11/21/03	Williams, U.	0.7	Conferences with Mr. Remis and Ms. Clark regarding preparation for meeting with W.R. Grace; review materials for same.
11/21/03	Glosband, D.	5.0	Memorandum from Mr. Bilowz regarding J. Wolin, Sealed Air, future representation status; calls with Ms. Ewing and Messrs. Cleary, Bayston and Remis regarding trip agenda (1.5), complete memorandum (3.5).
11/21/03	Bilowz, P.	1.8	Research continued; draft status memorandum to Mr. [] Glosband for Grace meeting.
11/21/03	Clark, C.	2.5	Review memoranda prepared Mr. Glosband for Monday meeting with client; read and summarize W. R. Grace's recent 10-Q Report; research the present status of S. 1125; speak with Mr. Remis and Ms. Williams regarding same.
11/23/03	Glosband, D.	4.0	Travel for meetings.
11/24/03	Remis, S.	8.0	Preparation for and diligence meeting at W.R. Grace in Columbia, Maryland.
11/24/03	Glosband, D.	9.0	Conference with Mr. Remis, review materials to prepare for meetings (1.0); meetings at W.R. Grace to begin diligence for State Street as investment manager; meeting with Ms. Ewing and Messrs. Bayston and Trost (Duff & Phelps), Messrs. Siegel, McGowan and Tarola of Grace (5.0); return travel (3.0).

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Description</u>
11/25/03	Cleary, J.	0.5	Telephone conferences with Mr. Ewing regarding status of Fidelity agreements and participant notice; follow-up e-mail to Mr. Petrin regarding operational issues; telephone messages with Ms. D'Aloia and Messrs. Remis and Glosband; review draft retention order; review draft SSgA description.
11/25/03	Glosband, D.	1.5	Begin memorandum on meetings at Grace.
11/26/03	Cleary, J.	0.2	E-mails with Mr. Petrin regarding operations issues; review proposed notice to participants; telephone messages to Ms. Driscoll regarding same.
11/26/03	Glosband, D.	5.0	Complete memoranda on meetings at Grace (4.5), memorandum to Mr. Bilowz regarding follow-up items (.5).
11/28/03	Glosband, D.	0.5	Organize materials from meeting at Grace; checklist.
11/30/03	Remis, S.	0.5	Review and revise memo of meeting at W.R. Grace.

Total Hours	68.1	Total Fees	\$35,105.50
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<u>Matter Summary by Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Cleary, J.	4.5	\$575.00	\$2,587.50
Glosband, D.	38.3	550.00	21,065.00
Hadden, J.	0.4	510.00	204.00
Remis, S.	17.0	525.00	8,925.00
Williams, U.	1.2	475.00	570.00
Bilowz, P.	4.2	245.00	1,029.00
Clark, C.	2.5	290.00	725.00
Total	68.1		\$35,105.50

<u>Matter Disbursement Summary</u>	<u>Total</u>
Total Duplicating Charge/Copy	\$72.60
Fax	16.00
Travel	2,102.14
Document Printing	25.35
Outside Professional Services	270.00
Legal Research	399.52
Total Disbursements	\$2,885.61

Bill Summary

Total Fees	\$35,105.50
Total Disbursements	2,885.61
Total Due	\$37,991.11

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